

MARBLEGATE ASSET MANAGEMENT, LLC, :
MARBLEGATE SPECIAL OPPORTUNITIES :
MASTER FUND, L.P., MAGNOLIA ROAD :
CAPITAL LP, and MAGNOLIA ROAD GLOBAL :
CREDIT MASTER FUND L.P., :

1:14-cv-08584-KPF

V.

EDUCATION MANAGEMENT CORP., :
EDUCATION MANAGEMENT LLC, and :
EDUCATION MANAGEMENT FINANCE :
CORP., :
 :
 :
Defendants. :

1. I am an attorney at the law firm of Wachtell, Lipton, Rosen & Katz, counsel for Defendants Education Management Corporation, Education Management LLC, and Education Management Finance Corp. (collectively, the “Education Management Defendants”) in this action.

2. I respectfully submit this declaration to provide the Court with certain documents that are referenced in the Education Management Defendants' Brief in Opposition to Plaintiff's Motion for a Preliminary Injunction.

3. Submitted herewith are true and correct copies of the following:

Exhibit	Description
1	Offering Circular, Education Management LLC and Education Management Finance Corp. Offer to Exchange, dated February 1, 2013
2	Restructuring Support Agreement, dated September 4, 2014
3	Second Supplemental Indenture, dated September 5, 2014
4	Email chain between KKR employees, including Nikhil Srivastava, dated September 17-26, 2014 (PRODUCED IN REDACTED FORM)
5	Email chain between Paul Arrouet and Andrew Milgram, dated September 18, 2014
6	Indenture, dated March 5, 2013
7	Third Amended and Restated Credit and Guaranty Agreement, dated as of February 13, 2007, as amended and restated as of December 7, 2010, and as further amended and restated as of September 5, 2014
8	Letter from Bracewell & Giuliani LLP, dated August 21, 2014
9	Marblegate Asset Management, LLC, Part 2A of Form ADV: Firm Brochure, dated March 2014
10	Magnolia Road Capital LP, Form ADV Part 2A: Firm Brochure, dated June 2, 2014
11	Email chain between Richard Kearney and Andrew Milgram, dated September 14, 2012
12	Marblegate Asset Management Investor Letter, 1st Quarter 2013 (PRODUCED IN REDACTED FORM)

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
November 13, 2014



Lauren M. Kofke